

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11 Case No.
	:	
AÉROPOSTALE, INC.,	:	16-11275 (shl)
	:	
Debtor.	:	
	:	
Fed. Tax Id. No. 31-1443880	:	
-----X	:	
In re	:	Chapter 11 Case No.
	:	
AÉROPOSTALE PROCUREMENT	:	16-11276 (shl)
COMPANY, INC.,	:	
	:	
Debtor.	:	
	:	
Fed. Tax Id. No. 27-2808518	:	
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In re	:	Chapter 11 Case No.
	:	
AÉROPOSTALE WEST, INC.,	:	16-11277 (shl)
	:	
Debtor.	:	
	:	
Fed. Tax Id. No. 01-0557013	:	
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In re	:	Chapter 11 Case No.
JIMMY'Z SURF CO., LCC,	:	
	:	16-11278 (shl)
Debtor.	:	
Fed. Tax Id. No. 20-2250461	:	
-----X	:	
In re	:	Chapter 11 Case No.
AERO GC MANAGEMENT LLC,	:	
	:	16-11279 (shl)
Debtor.	:	
Fed. Tax Id. No. 26-1184257	:	
-----X	:	
In re	:	Chapter 11 Case No.
AEROPOSTALE LICENSING, INC.,	:	
	:	16-11280 (shl)
Debtor.	:	
Fed. Tax Id. No. 26-3618124	:	
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In re	:	Chapter 11 Case No.
GOJANE LLC,	:	
	:	16-11281 (shl)
Debtor.	:	
Fed. Tax Id. No. 46-1464923	:	
-----X	:	
In re	:	Chapter 11 Case No.
P.S. FROM AEROPOSTALE, INC.,	:	
	:	16-11282 (shl)
Debtor.	:	
Fed. Tax Id. No. 26-3625900	:	

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In re	:	Chapter 11 Case No.
	:	
AEROPOSTALE PUERTO RICO, INC.,	:	16-11283 (shl)
	:	
Debtor.	:	
	:	
Fed. Tax Id. No. 26-3625900	:	
-----X	:	
In re	:	Chapter 11 Case No.
	:	
AEROPOSTALE CANADA CORP.,	:	16-11284 (shl)
	:	
Debtor.	:	
	:	
Fed. Tax Id. No. N/A	:	
-----X	:	
In re	:	Chapter 11 Case No.
	:	
AEROPOSTALE HOLDINGS, INC.,	:	16-11285 (shl)
	:	
Debtor.	:	
	:	
Fed. Tax Id. No. 46-2337729	:	
-----X	:	

ORDER PURSUANT TO FED. R. BANKR. P. 1015(b)
DIRECTING JOINT ADMINISTRATION OF RELATED CHAPTER 11 CASES

Upon the motion [ECF No. 3] (the “*Motion*”)¹ of Aéropostale, Inc. and its subsidiaries, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “*Debtors*”), pursuant to Bankruptcy Rule 1015(b), for entry of an order directing the joint administration of the Debtors’ related chapter 11 cases for procedural purposes only, as more fully set forth in the Motion; and the Court having jurisdiction to decide the

¹ Capitalized terms not otherwise herein defined shall have the meanings ascribed to such terms in the Motion.

Motion and the relief requested therein in accordance with 28. U.S.C. §§ 157(a)-(b) and 1334(b) and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and notice of the Motion having been given as provided in the Motion, and such notice having been adequate and appropriate under the circumstances; and it appearing that no other or further notice of the Motion need be provided; and the Court having held a hearing to consider the relief requested in the Motion (the “*Hearing*”); and upon the *Declaration of David J. Dick Pursuant to Rule 1007-2 of the Local Bankruptcy Rules for the Southern District of New York*, filed contemporaneously with the Motion, the record of the Hearing, and all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their respective estates and creditors, and all parties in interest, and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is granted.
2. The Debtors’ chapter 11 cases are hereby consolidated for procedural purposes only and shall be jointly administered by the Court.
3. Nothing contained in this Order shall be deemed or construed as directing or otherwise affecting the substantive consolidation of any of the Debtors’ chapter 11 cases.

4. The caption of the jointly administered cases shall read as follows:

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	: Chapter 11
AÉROPOSTALE, INC., et al.,	: Case No. 16-11275 (shl)
Debtors.¹	: Jointly Administered
-----X	

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor's federal tax identification number, as applicable, are as follows: Aéropostale, Inc. (3880); Aéropostale West, Inc. (7013); Jimmy'Z Surf Co., LLC (0461); Aero GC Management LLC (4257); Aeropostale Procurement Company, Inc. (8518); Aeropostale Licensing, Inc. (8124); P.S. from Aeropostale, Inc. (5900); GoJane LLC (4923); Aeropostale Canada Corp. (N/A); Aeropostale Holdings, Inc. (7729); and Aeropostale Puerto Rico, Inc. (6477). The Debtors' corporate headquarters is located at 112 West 34th Street, 22nd Floor, New York, NY 10120.

5. A docket entry shall be made in the chapter 11 cases of Aéropostale, Inc.; Aéropostale West, Inc.; Jimmy'Z Surf Co., LLC; Aero GC Management LLC; Aeropostale Procurement Company, Inc.; Aeropostale Licensing, Inc.; P.S. from Aeropostale, Inc.; GoJane LLC; Aeropostale Canada Corp.; Aeropostale Holdings, Inc.; and Aeropostale Puerto Rico, Inc., substantially as follows:

An Order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure directing the procedural consolidation and joint administration of the chapter 11 cases of Aéropostale, Inc.; Aéropostale West, Inc.; Jimmy'Z Surf Co., LLC; Aero GC Management LLC; Aeropostale Procurement Company, Inc.; Aeropostale Licensing, Inc.; P.S. from Aeropostale, Inc.; GoJane LLC; Aeropostale Canada Corp.; Aeropostale Holdings, Inc.; and Aeropostale Puerto Rico, Inc.

The docket in Case No. 16-11275 (shl) should be consulted for all matters affecting the cases.

6. The Debtors may file their monthly operating reports required by the *Operating Guidelines and Reporting Requirements for Debtors in Possession and Trustees* issued by the Executive Office of the U.S. Trustee, by consolidating the information required for each Debtor in one report; provided that the Debtors shall report disbursements on an entity-by-entity basis, unless otherwise agreed by the Debtors and the Office of the U.S. Trustee.

7. The Debtors are authorized to take all action necessary to carry out this Order.

8. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

Dated: May 4, 2016
New York, New York

/s/ Sean H. Lane
UNITED STATES BANKRUPTCY JUDGE